

Form B1 (Official Form) - (Rev. 3/98)

UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEVADA

Voluntary Petition

Name of Debtor (If individual, enter Last, First, Middle):
AgriBioTech, Inc.

Name of Joint Debtor (Spouse) (Last, First, Middle):

All Other Names used by the Debtor in the last 6 years
(include married, maiden, and trade names):
See Exhibit "A"

All Other Names used by the Joint Debtor in the last 6 years
(include married, maiden, and trade names):

Soc. Sec./Tax I.D. No. (if more than one, state all):
85-0325742

Soc. Sec./Tax I.D. No. (if more than one, state all):

Street Address of Debtor (No. & Street, City, State, & Zip Code):
**120 Corporate Park Drive
Henderson, NV 89014**

Street Address of Joint Debtor (No. & Street, City, State, & Zip Code):

County of Residence or of the
Principal Place of Business: **Clark**

County of Residence or of the
Principal Place of Business:

Mailing Address of Debtor (if different from street address):

Mailing Address of Joint Debtor (if different from street address):

Location of Principal Assets of Business Debtor
(if different from street address above):
See Exhibit "B"
Information Regarding the Debtor (Check the Applicable Boxes)
Venue (Check any applicable box)

- ☒ Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District.
- ☒ There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.
- ☐ This petition is being filed by a corporation or partnership under chapter 11 and the debtor acknowledges that a Venue Disclosure Form is required to be filed by General Order 97-02.

Type of Debtor (Check all boxes that apply)

- ☐ Individual(s) ☐ Railroad
- ☒ Corporation ☐ Stockbroker
- ☐ Partnership ☐ Commodity Broker
- ☐ Other: _____

**Chapter or Section of Bankruptcy Code Under Which
the Petition is Filed (Check one box)**

- ☐ Chapter 7 ☒ Chapter 11 ☐ Chapter 13
- ☐ Chapter 9 ☐ Chapter 12
- ☐ Sec. 304 - Case Ancillary to foreign proceeding

Nature of Debts (Check one box)

- ☐ Consumer/Non-Business ☒ Business

Chapter 11 Small Business (Check all boxes that apply)

- ☐ Debtor is a small business as defined in 11 U.S.C. § 101
- ☐ Debtor is and elects to be considered a small business under 11 U.S.C. § 1121(e) (Optional)

Filing Fee (Check one box)

- ☒ Full Filing Fee attached
- ☐ Filing Fee to be paid in installments (Applicable to individuals only) Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form No. 3.

UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEVADA

RECEIPT

Statistical/Administrative Information (Estimates only)

- ☒ Debtor estimates that funds will be available for dis
- ☐ Debtor estimates that, after any exempt property is expenses paid, there will be no funds available for

Estimated Number of Creditors

Estimated Assets

Estimated Debts

Estimated Debts

Estimated Debts

Case # 00-10533-lbr

Chapter 11

Filed: 03:00 PM, 01/25/00

Las Vegas

000061635 - CC

03:07 PM, January 25, 2000

Judge: Linda B. Riegle

Trustee: xxx

Debtor(s):

AGRIBIOTECH, INC.

First Meeting of Creditors

01:00 PM, March 01, 2000

BIDT-BUILDING

600 LAS VEGAS BLVD., SOUTH

ROOM 435

LAS VEGAS, NV 890101

Code	Qty	Amount
11	1	\$830.00

FILED

TOTAL PAID: \$830.00

From: PACHULSKI, STANG, ZIEHL, Y
OUNG

Form B1 (Official Form 1) Page Two - (Rev. 98)

Voluntary Petition (This page must be completed and filed in every case)		Name of Debtor(s): AgriBioTech, Inc.		FORM B1, Page 2
Location Where Filed:		Case Number:	Date Filed:	
Name of Debtor: See Exhibit "C"		Case Number:	Date Filed:	
District:		Relationship:	Judge:	

Signature

<p>Signature(s) of Debtor(s) (Individual/Joint)</p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct. [If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12 or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7.</p> <p>I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p><input checked="" type="checkbox"/> Signature of Debtor</p> <p><input checked="" type="checkbox"/> Signature of Joint Debtor</p> <p>Telephone and Fax Number (if not represented by attorney)</p> <p>Date</p>	<p>Signature of Debtor (Corporation/Partnership)</p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.</p> <p>The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p><input checked="" type="checkbox"/> Signature of Authorized Individual</p> <p><input checked="" type="checkbox"/> <u>Randy Ingram</u> Printed Name of Authorized Individual</p> <p><u>Chief Financial Officer</u> Title of Authorized Individual</p> <p><u>January 25, 2000</u> Date</p>
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<p>Signature of Attorney</p> <p><input checked="" type="checkbox"/> <u>William P. Weintraub</u> Signature of Attorney for Debtor(s)</p> <p><u>William P. Weintraub</u> Printed Name of Attorney for Debtor(s)</p> <p><u>PACHULSKI, STANG, ZIEHL, YOUNG</u> Firm Name</p> <p><u>& JONES P.C.</u> Address</p> <p><u>650 California Street, 15th Floor</u> <u>San Francisco, CA 94108</u></p> <p><u>(415) 263-7000</u> Telephone and Fax Number</p> <p><u>1/25/00</u> <u>108125</u> Date Bar Number</p>	<p>Signature of Non-Attorney Petition Preparer</p> <p>I certify that I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; that I prepared this document for compensation, and that I have provided the debtor with a copy of this document.</p> <p>Printed or Typed Name of Bankruptcy Petition Preparer</p> <p>Social Security Number</p> <p>Address</p> <p>Names and Social Security numbers of all other individuals who prepared or assisted in preparing this document:</p>
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<p>Exhibit "A"</p> <p>(To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11)</p> <p><input type="checkbox"/> Exhibit A is attached and made a part of this petition.</p>	<p>If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.</p>
<p>Exhibit "B"</p> <p>(To be completed if debtor is an individual whose debts are primarily consumer debts) I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter.</p> <p><input checked="" type="checkbox"/> Signature of Attorney for Debtor(s)</p> <p>Date</p>	<p><input checked="" type="checkbox"/> Signature of Bankruptcy Petition Preparer</p> <p>Date</p> <p>A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both. 11 U.S.C. § 110; 18 U.S.C. § 156.</p>

EXHIBIT "A"

The following is a list of d/b/a's for the AgriBioTech, Inc., a Nevada corporation:

AgriBioTech Canada, Inc.
AgriBioTech S.A. de C.V.
Allied Seed Company
Arnold-Thomas Seed Service, Inc.
Arrowhead Enterprises, Inc.
Beachley Hardy
Burlinghams Seeds
Clark Seeds, Inc.
Discount Farm Center, Inc.
E.F. Burlingham & Sons
Fine Lawn Research, Inc.
G.W. Burlingham's, Inc.
Garden West Distributors, Inc.
Geo. W. Hill & Co., Inc.
Geo. W. Hill of Indiana, Inc.
Germain's Seeds, Inc.
Graze N Hay
Great Western Seed Company
Green SCA Corp.
Green Seed Company Limited Partnership
Halsey Seed Company
Hobart Seed Company
Holden Seed Co.
Hybrigene, LLC
J&M Seed
Kinder Seed, Inc.
Knippel Seed Company
LaCrosse Seed Company, Inc.
Las Vegas Fertilizer Co., Inc.
Lofts Great Western
Lofts Mergerco, Inc.
Lofts Seed Company, Inc.
Lofts Seed, Inc.
LVF Turf and Irrigation Supply
Mock Seed
Northern Plains Seed Co.
Ohio Harvest, Inc.
Ohio Seed Company
Olsen-Fennell Seeds, Inc.
Oseco Inc.
Peterson Export, Inc.

Peterson Seed Company, Inc.
Precision Seed Coaters, Inc.
Premium Seed Company, Inc.
Rothwell Seed International Company
Scott Seed Company
Seed Corporation of America
Seed Mart, Inc.
Seed Resource, Inc.
Sexauer Seed Co.
Standard Holdings, Ltd.
The Sexauer Company
Van Dyke Seed Co.
W.D. Seed Growers Idaho, Inc.
Wilbur's Seed, Inc.
Willamette Seed & Grain Co.
Willamette Seed Co.
W-L Research, Inc.
Zajac Performance Seeds Oregon, LLC
Zajac Performance Seeds, Inc.

AgriBioTech Inc

AGRI BIOTECH, INC.			
COMPANY ADDRESS LIST			
		PHONE #	FAX #
COMPANY NAME	ADDRESS		
ABT - ALBANY, OR	810 SE JACKSON, ALBANY, OR 97321	(541)928-3100	(541)987-0558
ABT - ALBANY, OR /RESEARCH FARM	36030 TENNESSEE RD., ALBANY, OR 97321		
ABT - ALLENTOWN, PA	2202 HANGAR PL.#170, ALLENTOWN, PA 18103	(610)268-8812	(610)268-8606
ABT - AREA 2 ADMIN., NC	1399 ASHLEYBROOK LANE STE. 100, WINSTON-SALEM, NC 27103	(800)626-3890	(336)760-1206
ABT - ATHENS, GA	1080 HWY. 29 NORTH, ATHENS, GA 30601	(800)282-8513	(706)363-7442
ABT - BAKERSFIELD, CA	601 OSWELL ST., BAKERSFIELD, CA 93307	(881)366-5525	(881)366-3424
ABT - BUFFALO, NY	485 LUDWIG AVE., BUFFALO, NY 14226	(800)854-5230	(716)891-8966
ABT - CROTON, OH	8888 PARSONS RD., CROTON, OH 43013	(740)893-4200	(740)893-4297
ABT - DALLAS, OR	1385 S.E. UGLOW STREET, DALLAS, OR 97338	(503)831-0084	(503)831-0840
ABT - DES MOINES, IA	2302 S.E. CREEKVIEW DR., METRO N.2, ANKENY, IA 50021	(800)956-8008	(515)963-7824
ABT - ELWOOD, IN	12071 NORTH STATE ROAD 37, ELWOOD, IN	(800)886-3043	(765)557-4460
ABT - EVANSVILLE, WI	8701 W. WS HWY. 14, EVANSVILLE, WI 53536	(608)882-4100	(608)882-4084
ABT - FARMINGDALE, NJ	30 SOUTHARD AVE, SUITE 100, FARMINGDALE, NJ 07727	(888)526-3890	(732)751-9388
ABT - FOREST GROVE, OR	1936 19TH STREET, FOREST GROVE, OR 97116	(503)367-4840	(503)992-2472
ABT - FOREST GROVE, OR/WAREHOUSE	1824 ASH STREET, FOREST GROVE, OR 97116	(503)367-1840	(503)992-8711
ABT - FRESNO, CA	4782 E. JENSEN AVE., FRESNO, CA 93725	(800)723-7333	(559)233-8820
ABT - HENDERSON, NV	120 CORPORATE PARK DRIVE, HENDERSON, NV	(800)473-3314	(702)566-2450
ABT - HILLSBORO, OR	31345 NW BEACH RD., HILLSBORO, OR 97124	(503)647-2293	(503)647-2046
ABT - HOMEDALE, ID	504 WEST IDAHO, HOMEDALE, ID 83628	(208)466-9218	
ABT - INDEPENDENT SEED, SD	800 N. BROADWAY, MILLER, SD 57362	(605)853-2414	(605)853-2839
ABT - LACROSS, WI	2615 COMMERCE ST., LA CROSSE, WI 54601	(800)958-9428	(608)781-7333
ABT - LAUREL, MD	8927 US RTE. SUITE J, LAUREL, MD 20723	(800)732-3332	(301)362-8548
ABT - LEBANON, OR	34185 TENNESSEE RD. LEBANON, OR 97355	(541)258-1721	(541)259-1724
ABT - LONDON, KY	136 ARMORY STREET, LONDON, KY 40741	(800)928-7333	(606)864-9890
ABT - LOVELOCK, NV	35 McDOUGAL- INDUSTRIAL COMPLEX, LOVELOCK, NV 89419	(775)273-2902	
ABT - MASS MERCH. ADMIN	33 SICOMAC ROAD, NORTH HALEDON, NJ 07508	(973)423-1660	
ABT - MERRILL, MI	20720 E. GRATIOT RD., MERRILL, MI 48637	(517)643-7884	(517)643-0211
ABT - NAMPA, ID (PACKAGING)	1917 EAST FARGO AVE., NAMPA, ID 83687	(800)824-8904	(208)457-3353
ABT - NAMPA, ID (PROCESSING)	9311 HWY 45, NAMPA, ID 83688	(208)468-8700	
ABT - NASHVILLE, TN	1200 DAVIDSON ST., NASHVILLE, TN 37206	(800)251-1028	
ABT - NEW ALBANY, IN	709 E. 4TH STREET, NEW ALBANY, IN 47150	(812)945-0229	(812)944-4941
ABT - NORCROSS, GA	2200 NORCROSS PKWY., SUITE 255, NORCROSS, GA 30071	(800)522-7333	(770)242-8332
ABT - POWELL, WY	1150 EAST SOUTH STREET, POWELL, WY 82435	(307)754-8426	(307)754-8426
ABT - RICKREALL, OR	8883 RICKREALL ROAD, RICKREALL, OR 97371	(503)623-2308	(503)623-2477
ABT - SHAKOPEE, MN	7800 W HWY. 101, SHAKOPEE, MN 566379	(800)328-5898	(612)446-1879
ABT - SHIREMANSTOWN, PA	454 RAILROAD AVE. SHIREMANSTOWN, PA 17011	(717)737-4529	
ABT - SIOUX FALLS, SD	1320 N. ELLIS ROAD, SIOUX FALLS, SD 57105	(800)568-5424	(605)336-0603
ABT - SPRINGFIELD, MD	309 NORTH MAIN, SPRINGFIELD, MO 65806	(800)492-7333	
ABT - TULIA, TX	505 SOUTH HWY 87, TULIA, TX 79088	(800)724-4306	(806)995-3787
ABT - TURF PROD. SALEM, OR	3420 CHERRY AVE., N.E. SALEM, OR 97303	(503)393-9298	(503)393-8088
ABT - WARDEN, WA	21029 RD. 8 SE, WARDEN, WA 98857	(509)349-8864	(509)349-8067
ABT - WATERTOWN, SD	WEST HWY. 212, WATERTOWN, SD 57201	(800)843-6813	(605)886-3623
ABT - WEST KINGSTON, RI	530 LIBERTY LANE, WEST KINGSTON, RI 02892	(401)874-8900	(401)874-7124
ABT - WINSTON-SALEM, NC	191 BUDD BLVD., WINSTON-SALEM, NC 27103	(800)543-7333	(336)785-3168
ABT - WOBURN, MA	71 WYMAN ST., WOBURN, MA 01801	(800)848-7333	(781)843-0160

EXHIBIT

AFFILIATED DEBTOR ENTITIES

On January 25, 2000, each of the affiliated entities listed below (including the lead debtor in these chapter 11 cases) filed in this Court a petition for relief under chapter 11 of title 11 of the United States Code. Contemporaneously with the filing of these petitions, such entities filed a motion requesting that the Court administratively consolidate their chapter 11 cases.

1. AgriBioTech, Inc., a Nevada corporation.
2. AgriBioTec Canada, Inc., a Canadian corporation
3. Las Vegas Fertilizer Co., Inc., a Nevada corporation
4. Garden West Distributors, Inc., an Arizona corporation
5. Geo. W. Hill & Co., Inc., a Kentucky corporation

AGRIBIOTECH, INC.
Board of Directors Meeting
January 19, 2000
via Conference Call

Convened at 12:00 PM PST

Board Members Present:

Richard Budd
Glenn Orr
Mac Bains
Randy Ingram
Tom Rice
James Johnston

Also Present:

Ken Budd, President of AgriBioTech, Inc.
Doug Fisher, Senior Vice President,
General Counsel & Secretary
Bill Weintraub, Partner in Pachulski,
Stang, Ziehl & Young
Jeff Pomerantz, Partner in Pachulski,
Stang, Ziehl & Young
John Boken, Partner in Arthur Anderson
Bill Davis, Partner in Womble Carlyle
Sandridge & Rice
Bill Sullivan, Partner In Womble Carlyle
Sandridge & Rice
Garza Baldwin, Partner in Womble Carlyle
Sandridge & Rice

1. **APPROVAL OF CHAPTER 11 FILING.** Doug Fisher introduced Bill Weintraub, workout and bankruptcy counsel, who reviewed recent events in connection with discussions with the Bank of America, including the Tuesday, January 11 meeting with them and recent reductions in the borrowing base, leaving ABT in a significant overdraft position. Bank of America has informed ABT that it is unwilling to advance any further amounts except with ABT in Chapter 11 bankruptcy. It is also questionable whether all outstanding checks will be honored. Upon questions by the Board, the strategy relating to the actual timing of the filing of the petition was discussed, including the need for flexibility due to the time needed for adequate preparation, potential for an involuntary petition, and employee needs.

RESOLUTION

WHEREAS, the Board of Directors has determined that it is in the best interests of the Company, its creditors, stockholders, and other interested parties that a petition be filed commencing a voluntary proceeding in bankruptcy, it is

RESOLVED, that, in the judgment of the Board, it is desirable and in the best interests of the Company that the Company be prepared to commence a Chapter 11 case seeking reorganization under the provisions of Chapter 11 of Title 11, United States Code (the "Bankruptcy Code"); and

RESOLVED, that the appropriate officers of the Company be, and each hereby is, authorized and empowered on behalf of, and in the name of, the Company to execute and verify or certify a voluntary petition under Chapter 11 of the Bankruptcy Code and to cause the same to be filed in the appropriate United States Bankruptcy Court (the "Bankruptcy Court") at such time and under such circumstances and conditions as said authorized officer executing the petition shall determine; and

RESOLVED, that the appropriate officers of the Company be, and they hereby are, authorized and empowered on behalf of, and in the name of, the Company to execute and file all petitions, schedules, lists, and other papers and to take any and all action that any of the authorized officers may deem necessary, proper or desirable in connection with the Chapter 11 case, with a view to the successful prosecution of the case; and

RESOLVED, that the appropriate officers of the Company be, and they hereby are, authorized and empowered on behalf of, and in the name of, the Company to prepare a plan of reorganization under Chapter 11 of the Bankruptcy Code, including any and all modifications, supplements, and amendments thereto, and to cause the same to be filed in the Bankruptcy Court at such time as said authorized officer executing the same shall determine; and

RESOLVED, that the appropriate officers of the Company and any employees or agents (including counsel) designated by or directed by any such officers, be, and each hereby is authorized and empowered on behalf of, and in the name of, the Company to take such steps as may be necessary, appropriate or desirable in connection with such plan of reorganization and to make such motions and other filings with the Bankruptcy Court, and do all other things, as may be or become necessary, appropriate or desirable for the successful confirmation of such plan; and

FURTHER RESOLVED, that the Company retain and employ bankruptcy counsel to represent the Company in these proceedings and to pay said law firm an appropriate retainer.

Each Board member was individually polled and the motion was unanimously passed. Bill Weintraub and Jeff Pomerantz reviewed the obligations of the Board through the Chapter 11 proceeding.

The advisability of using Bank of America as DIP financier was discussed, with the advice being to continue to utilize them.

Status of DIP financing discussions with Bank of America was discussed.

2. DISCLOSURE. Garza Baldwin discussed the disclosure obligation under the security laws.

Attorneys will discuss further and make as recommendations.

Meeting ended at 1:00 PM PST.



Douglas A. Fisher
Secretary

Exhibit " A "

[If debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11 of the Bankruptcy Code, this Exhibit "A" shall be completed and attached to the petition.]

[Caption as In Form 16B]

Exhibit " A " to Voluntary Petition

1. If any of the debtor's securities are registered under Section 12 of the Securities Exchange Act of 1934, the SEC file number is None.
2. The following financial data is the latest available information and refers to the debtor's condition on 12/31/99.

a.	Total assets	\$	<u>362,844,375</u>
b.	Total debts (including debts listed in 2.c., below)	\$	<u>165,592,049</u>

Approximate

Number
of holders

- c. Debt securities held by more than 500 holders.

<input type="checkbox"/> secured	<input type="checkbox"/> unsecured	<input type="checkbox"/> subordinated	\$	
<input type="checkbox"/> secured	<input type="checkbox"/> unsecured	<input type="checkbox"/> subordinated	\$	
<input type="checkbox"/> secured	<input type="checkbox"/> unsecured	<input type="checkbox"/> subordinated	\$	
<input type="checkbox"/> secured	<input type="checkbox"/> unsecured	<input type="checkbox"/> subordinated	\$	
<input type="checkbox"/> secured	<input type="checkbox"/> unsecured	<input type="checkbox"/> subordinated	\$	

- | | | | | |
|----|-------------------------------------|-------------------|------------|--|
| d. | Number of shares of preferred stock | <u>0</u> | <u>0</u> | |
| e. | Number of shares common stock | <u>51,054,978</u> | <u>494</u> | |

Comments, if any: _____

3. Brief description of debtor's business: AgriBioTech, Inc. is a vertically integrated, full service seed company specializing in the forage and turf grass sector, complete with research and developments of

proprietary seed varieties, seed processing plants and a national and
international distribution and sales network

4. List the names of any person who directly or indirectly owns, controls, or holds, with power to vote, 5% or more of the voting securities of debtor:

The State of Wisconsin Investment Board 18.4% as of 12/31/99.

FORM B4
(6/90)

Form 4. LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

UNITED STATES BANKRUPTCY COURT

SOUTHERN DISTRICT OF NEVADA

In re AgriBioTech, Inc., a Nevada corporation
DebtorCase No. 1
Chapter 11

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

Following is a list of the debtor's creditors holding the 20 largest unsecured claims. The list is prepared in accordance with FED. R. Bankr. P. 1007(d) for the filing in this chapter 11 [or chapter 9] case. The list does not include (1) persons who come within the definition of "Insider" set forth in 11 U.S.C. § 101(30), or (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 20 largest unsecured claims.

Name of creditor and complete mailing address including zip code	Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, government contract, etc.)	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM (if secured also state value of security)
ACCOUNT NO. JG BOSWELL COMPANY PO BOX 457 CORCORAN, CA 93212	JG BOSWELL COMPANY PO BOX 457 CORCORAN, CA 93212 (559) 992-2141	TRADE DEBT				\$1,491,421.35
ACCOUNT NO. CENEX SUPPLY & MARKETING P O BOX 11065 SPOKANE, WA 99211-1065	CENEX SUPPLY & MARKETING P O BOX 11065 SPOKANE, WA 99211-1065 (509) 534-0479, FAX# (509) 535-5976	TRADE DEBT				\$1,090,934.43
ACCOUNT NO. BURLINGHAM, GEORGE 45157 NW DAVID HILL ROAD FOREST GROVE, OR 97116	BURLINGHAM, GEORGE 45157 NW DAVID HILL ROAD FOREST GROVE, OR 97116 (503) 537-7325	TRADE DEBT				\$727,237.00
ACCOUNT NO. NORFARM SEEDS PO BOX 725 BEMIDJI, MN 56601	NORFARM SEEDS PO BOX 725 BEMIDJI, MN 56601 (218) 751-8617, FAX# (218) 751-0485	TRADE DEBT				\$621,736.50

FORM B4
(8/90)In re AgriBioTech, Inc., a Nevada corporation
DebtorCase No. 1**LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS**
(Continuation Sheet)

Name of creditor and complete mailing address including zip code	Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, government contract, etc.)	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM (if secured also state value of security)
ACCOUNT NO.	NETRICK BROTHERS PO BOX 269 OROYADA, NV 89425 (775) 272-3206	TRADE DEBT				\$603,527.07
NETRICK BROTHERS PO BOX 269 OROYADA, NV 89425						
ACCOUNT NO.	INOUE FARMS 1787 OWENS RD WEISER, ID 83672 (208) 377-0184, FAX# (208) 377-0186	TRADE DEBT				\$528,408.58
INOUE FARMS 1787 OWENS RD WEISER, ID 83672						
ACCOUNT NO.	SILVER STATE FARMS US BANK PO BOX 1622 WINNEMUCCA, NV 89445 (775) 623-4045, FAX# (775) 859-0101	TRADE DEBT				\$526,123.90
SILVER STATE FARMS US BANK PO BOX 1622 WINNEMUCCA, NV 89445						
ACCOUNT NO.	PALOMA PARTNERS HC 01 BOX 175 GILA BEND, AZ 85337	TRADE DEBT				\$524,800.00
PALOMA PARTNERS HC 01 BOX 175 GILA BEND, AZ 85337						
ACCOUNT NO.	KPMG 111 SOUTH CALVERT STREET DALLAS, TX 75389 (505) 884-3939, FAX# (503) 884-8348	TRADE DEBT				\$517,486.00
KPMG 111 SOUTH CALVERT STREET DALLAS, TX 75389						
ACCOUNT NO.	BEACHNER SEED COMPANY INC BOX 128 ST PAUL, KS 66771 (316) 449-2286, FAX# (316) 449-8550	TRADE DEBT				\$516,712.00
BEACHNER SEED COMPANY INC BOX 128 ST PAUL, KS 66771						

FORM B4
(6/90)In re AgriBioTech, Inc., a Nevada corporation
DebtorCase No. 1**LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS**
(Continuation Sheet)

Name of creditor and complete mailing address including zip code	Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, government contract, etc.)	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM (if secured also state value of security)
ACCOUNT NO.	ORACLE CORP PO BOX 44471 SAN FRANCISCO, CA 94144-4471 (650) 506-7000, FAX# (650) 506-7200	TRADE DEBT				\$489,244.98
ORACLE CORP PO BOX 44471 SAN FRANCISCO, CA 94144-4471						
ACCOUNT NO.	MONSANTO COMPANY PO BOX 14247 SAINT LOUIS, MO 63150 (800) 325-1224, FAX# (314) 694-2712	TRADE DEBT				\$487,331.00
MONSANTO COMPANY PO BOX 14247 SAINT LOUIS, MO 63150						
ACCOUNT NO.	CENEX HARVEST STATES 528 S BOOKER RD OTHELLO, WA 99344 (888) 606-5261, FAX# (509) 488-3802	TRADE DEBT				\$478,164.10
CENEX HARVEST STATES 528 S BOOKER RD OTHELLO, WA 99344						
ACCOUNT NO.	ZEIGLER FARMS LLC PO BOX 71 RICKREAL, OR 97371 (503) 623-6407	TRADE DEBT				\$436,379.60
ZEIGLER FARMS LLC PO BOX 71 RICKREAL, OR 97371						
ACCOUNT NO.	BUCKLEY, MIKE ROUTE 2 BOX 284 WALLA WALLA, WA 99362 (509) 529-2229, FAX# (509) 529-1848	TRADE DEBT				\$416,278.68
BUCKLEY, MIKE ROUTE 2 BOX 284 WALLA WALLA, WA 99362						
ACCOUNT NO.	BRINKERHOFF, GENE 680 LOORE ROAD LOVELOCK, NV 89419 (775) 273-2522, FAX# (775) 273-3210	TRADE DEBT				\$407,675.11
BRINKERHOFF, GENE 680 LOORE ROAD LOVELOCK, NV 89419						

FORM B4
(6/90)In re AgriBioTech, Inc., a Nevada corporation
DebtorCase No. 1**LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS**
(Continuation Sheet)

Name of creditor and complete mailing address including zip code	Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, government contract, etc.)	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM (if secured also state value of security)
ACCOUNT NO.	SMITH SEED SERVICES P.O. BOX 288 26890 POWERLINE RD HASLEY, OR 97348	TRADE DEBT				\$400,678.68
SMITH SEED SERVICES P.O. BOX 288 26890 POWERLINE RD HASLEY, OR 97348	(541) 369-2831, FAX# (541) 369-2757					
ACCOUNT NO.	BYERLEY FARMS FARM CREDIT SERVICES 1039 BYERLEY ROAD TOUCHET, WA 99360	TRADE DEBT				\$390,748.81
BYERLEY FARMS FARM CREDIT SERVICES 1039 BYERLEY ROAD TOUCHET, WA 99360	(509) 394-2378, FAX# (509) 394-0481					
ACCOUNT NO.	BRINKERHOFF SEED INTERMOUNTAIN PRODUCTION 1050 RENNIE RD LOVELOCK, NV 89419	TRADE DEBT				\$387,341.88
BRINKERHOFF SEED INTERMOUNTAIN PRODUCTION 1050 RENNIE RD LOVELOCK, NV 89419	(775) 273-2770					
ACCOUNT NO.	DUFF COMPANY, THE 11125 NORTH AMBASSADOR DRIVE SUITE 200 KANSAS CITY, MO 64153	TRADE DEBT				\$359,519.52
DUFF COMPANY, THE 11125 NORTH AMBASSADOR DRIVE SUITE 200 KANSAS CITY, MO 64153	(816) 891-8845, FAX# (816) 891-7576					

SUPPLEMENT TO LIST OF TWENTY LARGEST UNSECURED CREDITORS

The following parties may have claims arising from their purchase or acquisition of stock in the Debtor. IN general, but subject to the actual contractual agreements between the parties, the Debtor has guaranteed that these parties will receive a certain amount for the sale of their stock. If these claims constitute general unsecured claims, then these parties would be listed on the twenty largest general unsecured creditor list. However, these claims may be subject to subordination under section 510(b) as claims for damages arising from the purchase or sale of a security. Accordingly, these claims are being separately listed on this addendum to the twenty largest general unsecured creditor list. The Debtor reserves all rights to contend that such claims are subject to 510(b) and their inclusion on this addendum is not intended to be a waiver of such right.

Claimant	Nature of Claim	Amount
Bill Rose, LLC P.O. Box 250 Hubbard, OR 97032	Stock Opt Guarantee and Non-Compete	\$485,732.89
William Peterson 4502 E. Indigo Bay Higley, AZ 85236	Stock Opt Guarantee and Non-Compete	\$377,402.00
Kenneth Fox 5042 E. 16th Avenue Apache Junction, AZ 85219	Stock Opt Guarantee and Non-Compete	\$376,402.00
Bradley Geieler 4310 E. Tonto Street Phoenix, AZ 85044	Stock Opt Guarantee and Non-Compete	\$375,088.00
Phillip Hemminhaus 2452 W. Spruce Drive Chandler, AZ 85248	Stock Opt Guarantee and Non-Compete	\$374,967.00
Lafayette Franklin P.O. Box 6056 Phoenix, AZ 85005	Stock Opt Guarantee and Non-Compete	\$373,978.00
William Kunnari 5330 W. Rose Garden Lane Glendale, AZ 85308	Stock Opt Guarantee and Non-Compete	\$373,896.00

Form B2
6/90

**Form 2. DECLARATION UNDER PENALTY OF PERJURY
ON BEHALF OF A CORPORATION OR PARTNERSHIP**

UNITED STATES BANKRUPTCY COURT

DISTRICT OF NEVADA

In re AGRIBIOTECH, INC., a Nevada corp.
Debtor

Case No. _____

Chapter 11

I, Randy Ingram, Chief Financial Officer of AgriBioTech, Inc.
[the president or other officer or an authorized agent of the corporation] [or a
member or an authorized agent of the partnership] named as the debtor in this case,
declare under penalty of perjury that I have read the foregoing List of 20 Largest Unsecured
Creditors and Supplemental List of 20 Largest Creditors
[list or schedule or amendment or other document (describe)] and that it is true and correct to the best of
my information and belief.

Date January 25, 2000

Signature



Randy Ingram
Chief Financial Officer

(Print Name and Title)

(CLERK'S STAMP)

Name WILLIAM P. WEINTRAUB, ESQ. (SBN 108125)
PACHULSKI, STANG, ZIEHL, YOUNG & JONES PC
 Address 650 California Street, 15th Floor
San Francisco, CA 94108

Telephone (415) 263-7000
 Attorney for Debtor(s)

UNITED STATES BANKRUPTCY COURT FOR THE
 DISTRICT OF NEVADA

In re AGRIBIOTECH, INC., a Nevada corporation

Case No. _____
 LIST OF EQUITY SECURITY HOLDERS

Debtor(s)

(Set forth here all names, including trade names used by debtor(s) within last 6 years.)

Social Security No. _____

Social Security No. _____

Debtor's Employer's Tax Identification No. 85-0325742

REGISTERED NAME OF HOLDER OF SECURITY LAST KNOWN ADDRESS OR PLACE OF BUSINESS	CLASS OF SECURITY	NUMBER REGISTERED	KIND OF INTEREST REGISTERED
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See attachment.

SHAREHOLDER LIST FOR ABT AS OF 12/31/99 PAGE 1

PRT.ACT

NAME/ADDRESS

TOTAL SHARES TOTAL CERTS

191197 FREE TRADING

51.0000 1

JUNE LIKOURINOU
1064 WESTMINSTER AVE
BAD ADDRESS
LAS VEGAS NV 89119
530-64-5898

230578 ADD LOCK UP

338.0000 1

KENNETH R BUDD & JANIE R BUDD
DAVID L BUDD & LOIS W BUDD IRE
DTD 9/30/98
C/O 200 WEST SECOND ST
** BAD ADDRESS
WINSTON-SALEM NC 27101
000-00-0000

230578 FREE TRADING

13,188.0000 1

KENNETH R BUDD & JANIE R BUDD
DAVID L BUDD & LOIS W BUDD IRE
DTD 9/30/98
C/O 200 WEST SECOND ST
** BAD ADDRESS
WINSTON-SALEM NC 27101
000-00-0000

230578 REST & ADD LOCK

13,526.0000 2

KENNETH R BUDD & JANIE R BUDD
DAVID L BUDD & LOIS W BUDD IRE
DTD 9/30/98
C/O 200 WEST SECOND ST
** BAD ADDRESS
WINSTON-SALEM NC 27101
000-00-0000

166616 FREE TRADING

4,000.0000 3

HERSCHEL G ABBOTT &
BETH L ABBOTT JTEN
78 MONTAGUE RD
LEVERETT MA 01054
005-14-9028

207941 FREE TRADING

600.0000 2

PETER ABERLE &
JANIS ABERLE JTEN
6035 W QUAIL AVE
LAS VEGAS NV 89118
523-64-6886

219119 FREE TRADING

100.0000 1

ROBERT W ADELMAN
1585 PERU CENTER RD
WILLARD OH 44890
269-88-4488

225832 FREE TRADING

100.0000 1

ROBERT W ADELMAN
1585 PERU CENTER RD
WILLARD OH 44890
269-88-4488

214262 FREE TRADING

500.0000 1

LOIS B AGRAN TR UA 12/1/95

SHAREHOLDER LIST FOR ABT AS OF 12/31/99 PAGE 2

PRT.ACT

NAME/ADDRESS

TOTAL SHARES TOTAL CERTS

LOIS B AGRAN TRUST
4031 RIDGE AVE
ARLINGTON HEIGHTS IL 60004
341-44-9494

200.0000 1

MARTIN S AGRAN CUST BENT E AGR
UNDER THE IL UNIF TRAM MIN ACT
4031 RIDGE AVE
ARLINGTON HEIGHTS IL 60004
341-68-8105

100.0000 1

JOSHUA ALBUS
3412 SOUTH EAST 11TH
BAD ADDRESS
GRESHAM OR 97030
463-93-7558

100.0000 1

MARK ALBUS
3412 SOUTH EAST 11TH
BAD ADDRESS
GRESHAM OR 97030
012-72-4385

500.0000 1

SUSAN ALBUS
1063 CAMINO RICARDO
UPDT 12/7/98
SAN JOSE CA 95125
455-13-1369

30.0000 1

KRISTY SUE DERR CUST ALVIA
MARGARET DERR UNDER THE PA UNI
657 CRICKET AVE
ARDSLEY PA 19038
205-76-2635

250.0000 1

SULISMAN A ALLEN
746 ALCATRAZ
** BAD ADDRESS
OAKLAND CA 94609
614-05-2887

300.0000 1

GEORGE D ALSTON & JT TEN
CHARLOTTE ALSTON
122 HERITAGE WAY
STEPHENVILLE TX 76401
466-62-0864

100.0000 1

JEANNE F AMES
BOX 36
BOWLING GREEN VA 22427
233-74-2584

225.0000 1

JAMES BLAISE ANDRASON

269528 FREE TRADING

241593 FREE TRADING

213949 FREE TRADING

134752 RESTRICT

209124 FREE TRADING

134742 FREE TRADING

134748 FREE TRADING

134747 FREE TRADING

214263 FREE TRADING

SHAREHOLDER LIST FOR ABT AS OF 12/31/99 PAGE 3

PRT.ACT

NAME/ADDRESS

TOTAL SHARES TOTAL CERTS

231637	FREE TRADING	350 WELLS CROSSING BLVD APT 619 ORANGE PARK FL 32073 276-52-6730	100.0000	1
213348	FREE TRADING	ANDREW SEED CO 580 S OREGON ST ONTARIO OR 97914 930-73-9630	200.0000	2
271459	FREE TRADING	KAREN F ARCOTTA & RICHARD J BABA JT TEN 3695 E OVAL AVE LAS VEGAS NV 89126 049-48-5106	100.0000	1
217981	FREE TRADING	JOSEPH ARENA 4857 S TORREY PINES DR 204 LAS VEGAS NV 89103 132-66-0022	200.0000	1
206055	FREE TRADING	EDMUND G ARNOLD & NORMA F ARNOLD JT TEN 103 CIRCUT DR RIVERSIDE RI 02915 037-16-6156	250.0000	1
199006	FREE TRADING	LINER ASPESI 75 GARFIELD ST BAD ADDRESS MARBLEHEAD MA 01945 000-00-0000	1,000.0000	1
229195	FREE TRADING	ECT-LXC ASSC 58 NORTH RACEBROOK RD WOODBRIEGE CT 06525 06-1358004	150.0000	1
273129	FREE TRADING	RICHARD BROOKS ATWOOD II BOX 658 FLINT TX 75762 461-25-7400	100.0000	1
134674	RESTRICT	MICHAEL BAILEY 7932 THORNE PINE AVE LAS VEGAS NV 89131 509-74-6727	500.0000	1
		JENNIFER BAKER 6525 N STATE HWY Z WILLARD MO 65781 585-49-8328		

SHAREHOLDER LIST FOR ABT AS OF 12/31/99 PAGE 4

PRT. ACT	NAME/ADDRESS	TOTAL SHARES	TOTAL CERTS
134675 RESTRICT	SAMANTHA BAKER 6525 N STATE HWY Z WILLARD MO 65781 499-02-5531	500.0000	1
134673 RESTRICT	SARAH BAKER 6525 N STATE HWY Z WILLARD MO 65781 585-45-1890	500.0000	1
219986 FREE TRADING	ROBERT BALLOU 1174 WESTMINSTER LN ELK GROVE VLG IL 60007 346-56-2358	25.0000	1
221462 FREE TRADING	TRAVIS J BARKALOW 4125 BASSWOOD NEWAYGO MI 49337 560-87-4443	60.0000	1
205833 FREE TRADING	RON BENNETT & SUSAN BENNETT JTROS 1900 SPYGLASS DR HENDERSON NV 89014 000-00-0000	1,000.0000	1
168717 FREE TRADING	RONNIE L BENNETT 1900 SPYGLASS DR HENDERSON NV 89014 000-00-0000	125.0000	1
203493 FREE TRADING	RONNIE L BENNETT & SUSAN S BENNETT JTEN 1900 SPYGLASS DR HENDERSON NV 89014 557-60-6628	775.0000	1
223241 FREE TRADING	LARRY BERGAMINI 3704 TAN BARK COURT LOUISVILLE KY 40220 000-00-0000	2,200.0000	1
225827 FREE TRADING	STEPHEN PAUL BERNSTEIN 990 CENTURY OAKS DR BALWIN MO 63021 500-52-8699	100.0000	1
229878 FREE TRADING	ALBERT AUGUST BERTS & ALICE E BERTS JT TEN BOX 51 LIVERMORE IA 50558 481-54-3688	425.0000	2

SHAREHOLDER LIST FOR AET AS OF 12/31/99 PAGE 5

PRT.ACT	NAME/ADDRESS	TOTAL SHARES	TOTAL CERTS
	CLARENCE M BERTIE BOX 267 LIVERMORE IA 50558 480-32-4826	900.0000	1
	MARK ALBERT BERTIE 206 8TH AVE E CRESCO IA 52136 485-82-3464	750.0000	3
	WILLIAM J BOESEN & TEN BEVERLY A BOESEN 405 DEVONSHIRE WATERLOO IA 50701 479-26-7667	100.0000	1
	JAMES R BORGERDING 8963 CHEROKEE TRAIL TYLER TX 75703 476-16-5173	500.0000	1
	BOSQUE FAMILY LIMITED PARTNERS 3320 MONTECITO DRIVE LAS VEGAS NV 89120 000-00-0000	147,833.0000	3
	PAMELA BOTHEWELL 1522 N FAIRFAX AVE RETD BET 7 27 99 RED BET 8 3 99 LOS ANGELES CA 90046	300.0000	1
	WILLIAM BOTHEWELL 1522 N FAIRFAX AVE RETD BET 7 27 99 LOS ANGELES CA 90046	300.0000	1
	MARTHA BOYD 11303 NADORFE RD GREENVILLE IN 47124 303-52-1437	200.0000	1
	DONALD J BREHEIM & PATRICIA M BREHEIM JT TEN 2400 SHADY VISTA DR LAS VEGAS NV 89134 389-20-9274	100.0000	1
	JEFFREY J BROTZMAN 6899 CHAPEL RD MADISON OH 44057 276-50-7871	450.0000	5

SHAREHOLDER LIST FOR ABT AS OF 12/31/99 PAGE 6

PRY.ACT	NAME/ADDRESS	TOTAL SHARES	TOTAL CERTS
212332 FREE TRADING	HOWARD BROWN 5220 E 8TH ST TUCSON AZ 85711 585-20-2674	50.0000	1
250293 FREE TRADING	MAURICE BROWN & LYDIA BROWN JT TEN 824 W 36TH ST CHICAGO IL 60609 340-34-4245	300.0000	1
226316 FREE TRADING	RICKY K BROWN CUST SARA BROWN UGMA NC 3054 WAMATH DR CHARLOTTE NC 28210 242-53-0374	60.0000	1
226318 FREE TRADING	RICKY K BROWN CUST GRAYSON BROWN UGMA NC 3054 WAMATH DR CHARLOTTE NC 28210 242-53-0122	40.0000	1
240984 FREE TRADING	CHARLES K BRYAN & IRENE BRYAN JT TEN BOX 126 GRASONVILLE MD 21638 217-28-2510	100.0000	1
219573 FREE TRADING	JAMES R BUCKLEY 252 RANDOLPH ST S WEYMOUTH MA 02190 022-14-9333	125.0000	1
237870 REST & ADD LOCK	AMY KATHRYN BUDD C/O GERALD CHRISCO PO BOX 25128 WINSTON-SALEM NC 27114 000-00-0000	135,259.0000	2
210763 ADD LOCK UP	JOHN D BUDD 321 ROOSTER TRAIL ADVANCE NC 27006 000-00-0000	4,857.0000	1
210763 REST & ADD LOCK	JOHN D BUDD 321 ROOSTER TRAIL ADVANCE NC 27006 000-00-0000	4,857.0000	1
210763 RESTRICT	JOHN D BUDD 321 ROOSTER TRAIL ADVANCE NC 27006	378,871.0000	2

SHAREHOLDER LIST FOR ABT AS OF 12/31/99 PAGE 7

-----PRT.ACT-----	NAME/ADDRESS	TOTAL SHARES	TOTAL CERTS
	000-00-0000	57,117.0000	4
210766 ADD LOCK UP	KENNETH R BUDD 128 HAYWORD ADVANCE NC 27006 000-00-0000	4,366.0000	2
210766 REST & ADD LOCK	KENNETH R BUDD 128 HAYWORD ADVANCE NC 27006 000-00-0000	85,118.0000	1
210766 RESTRICT	KENNETH R BUDD 128 HAYWORD ADVANCE NC 27006 000-00-0000	100,259.0000	1
233226 FREE TRADING	MARY LYNCH BUDD 200 WEST SECOND ST WINSTON-SALEM NC 27102 000-00-0000	35,000.0000	1
233226 REST & ADD LOCK	MARY LYNCH BUDD 200 WEST SECOND ST WINSTON-SALEM NC 27102 000-00-0000	95,259.0000	1
233226 RESTRICT	MARY LYNCH BUDD 200 WEST SECOND ST WINSTON-SALEM NC 27102 000-00-0000	8,992.0000	1
210761 ADD LOCK UP	RICHARD P BUDD P O BOX 25124 WINSTON-SALEM NC 27114 000-00-0000	9,992.0000	1
210761 REST & ADD LOCK	RICHARD P BUDD P O BOX 25124 WINSTON-SALEM NC 27114 000-00-0000	701,368.0000	2
210761 RESTRICT	RICHARD P BUDD P O BOX 25124 WINSTON-SALEM NC 27114 000-00-0000	3,381.0000	1
210764 REST & ADD LOCK	THEODORE P BUDD 201 ROOSTER TRAIL ADVANCE NC 27006 000-00-0000	131,878.0000	1
210764 RESTRICT	THEODORE P BUDD		

SHAREHOLDER LIST FOR ABT AS OF 12/31/99 PAGE 8

PRT.ACT

NAME/ADDRESS

TOTAL SHARES TOTAL CERTS

201 ROOSTER TRAIL
ADVANCE NC 27006
000-00-0000

200.0000 1

GEORGE BUND &
VIRGINIA L BUND JT TEN
37105 SE LUSTED RD
BORING OR 97009
507-05-1991

150.0000 1

230601 FREE TRADING
GEORGE BUND
37105 SE LUSTED ROAD
BORING OR 97009
507-05-1991

50.0000 1

221961 FREE TRADING
MICHAEL R BUTCHKO
2442 CRIPPLE CREEK DR
SAINT LOUIS MO 63129
487-84-8462

500.0000 1

204540 FREE TRADING
MARY LOUISE BUTT
1218 KENSINGTON DR
CHARLESTON SC 29407
239-78-3472

1,500.0000 1

199752 FREE TRADING
C HARRY & AVALON M JONES TRUST
UA 11 28 95 C HARRY OR AVALON
N16007 OLD 38 RD
AMBERG WI 54102
343-10-0173

50.0000 1

220112 FREE TRADING
DORIS B CALDWELL
984 MCEVERS RD
MEMPHIS TN 38111
412-68-1752

100.0000 1

225959 FREE TRADING
WILLIAM R CAMERER III
RR1 BOX 424A
JERSEY SHORE PA 17740
208-36-3475

300.0000 1

225833 FREE TRADING
ANTHONY CAMPAGNA &
KRISTINA CAMPAGNA JT TEN
3260 W MT KIRK AVE
EAGLEVILLE PA 19403
154-38-6538

100.0000 2

209573 FREE TRADING
IMMACULATA CARLETTO
66 CRISTFIELD ST
YONKERS NY 10710
084-64-4017

250.0000 1

220111 FREE TRADING
JOHN T CARTER III &

PRT.ACT

SHAREHOLDER LIST FOR ABT AS OF 12/31/99 PAGE 9

NAME/ADDRESS

TOTAL SHARES TOTAL CERTS

EILEEN H CARTER JT TEN
4795 ROSWELL DR
MEMPHIS TN 38141
410-56-3560

41,804,830.0 244

CEDE & CO
P O BOX 222
BOWLING GREEN STATION
DIST SHARES OF VANG RETURNED 9
NEW YORK NY 10274
132-55-5119

500.0000 2

DOUGLAS P CERANSKE &
SHIRLEY G CERANSKE JT TEN
8460 WOODMERE SQ
WIND LAKE WI 53185
396-52-3294

400.0000 1

CHARLES CHANDLER
5325 GREAT HORIZON DR
LAS VEGAS NV 89149
541-68-3963

2,000.0000 1

DALE H CHAPMAN SR &
SHIRLEY D CHAPMAN JT TEN
5592 STANLEY RD
COLUMBIAVILLE MI 48421
369-34-0182

200.0000 1

PO TIM CHAU &
AGNES CHAU TEN COM
3917 MAPLE
ODESSA TX 79762
463-08-6128

500.0000 3

THADD L CHEATHAM &
ROSE CHEATHAM JT TEN
1702 ARMSTRONG LN
MT WASHINGTON KY 40047
405-86-2232

100.0000 1

YIM S CHEUNG &
LISA CHEUNG JT TEN
1291 UNION ST
SAN FRANCISCO CA 94109
551-64-5411

300.0000 1

TOM TR CHOW
1101 W TOMA AVE
SUNNYVALE CA 94086
549-96-2105

1,056.0000 1

GERALD L CHRISCO

210765 ADD LOCK UP

235520 FREE TRADING

212521 FREE TRADING

228885 FREE TRADING

226197 FREE TRADING

235022 FREE TRADING

273128 FREE TRADING

007708 FREE TRADING

14760 FREE TRADING

SHAREHOLDER LIST FOR ABT AS OF 12/31/99 PAGE 10

PRT. ACT	NAME/ADDRESS	TOTAL SHARES	TOTAL CERTS
----------	--------------	--------------	-------------

2611 BURKE FARM ROAD
CLEMMONS NC 27012
000-00-0000

1,056.0000 1

GERALD L CHRISCO
2611 BURKE FARM ROAD
CLEMMONS NC 27012
000-00-0000

41,168.0000 1

GERALD L CHRISCO
2611 BURKE FARM ROAD
CLEMMONS NC 27012
000-00-0000

100.0000 1

ANTHONY CIARAMELLA &
ROSE CIARAMELLA JT TEN
5060 SW 10TH CT
MARGATE FL 33068
090-16-6968

100.0000 1

BOB CIPPELE JR
BOX 5419
LONGVIEW TX 75608
456-96-0096

4,516.0000 1

BRENT CLARK
8865 S BRUCE
LAS VEGAS NV 89123
000-00-0000

16,560.0000 1

FRED L CLARK &
JANICE H CLARK JT TEN
10092 DUCK LANE
NANPA ID 83686
000-00-0000

100.0000 1

C CROCKETT COBBLE
1000 RIVER HILLS CIRCLE
CHATTANOOGA TN 37415
412-17-6672

5,500.0000 2

TERRELL COLEMAN
12 UNDERWOOD
BAD ADDRESS
MARSHALL TX 75672
430-45-3226

400.0000 2

KEITH COLLINS
770 STRINGER LANE
MT WASHINGTON KY 40047
400-56-7047

100.0000 1

MARILYN S COLLINS &

250292 FREE TRADING

234908 FREE TRADING

229108 FREE TRADING

243445 FREE TRADING

173526 RESTRICT

197023 RESTRICT

273524 FREE TRADING

219201 FREE TRADING

210765 RESTRICT

210765 REST & ADD LOCK

PRT.ACT

SHAREHOLDER LIST FOR ABT AS OF 12/31/99 PAGE 11

NAME/ADDRESS

TOTAL SHARES TOTAL CERTS

ZOLLIE A COLLINS JR JT TEN
3047 FERNCLIFF RD
CHARLOTTE NC NC 28211
242-42-0082

1,000.0000

1

ANTHONY CONFORTI
PO BOX 4970
ALBUQUERQUE NM 87196
181-38-8963

100.0000

1

DAVID C CONNORS &
RONALD W CONNORS JT TEN
3451 N VANDYKE RD
FILION MI 48432
373-12-9811

100.0000

1

DAVID C CONNORS &
TRUDY E YAROCK JT TEN
3451 N VANDYKE RD
FILION MI 48432
373-12-9811

100.0000

1

GINNY M COOK CUST
KIMBERLY COOK UGMA CA
12580 CRIMSON COURT
AUBURN CA 95603
547-93-6969

2,000.0000

2

JOHN H COOMBS
18 RTE 77
ELMER NJ 08318
141-52-7401

500.0000

1

LETHA R COON
4607 NEWCASTLE
TYLER TX 75703
449-22-2248

200.0000

1

MICHAEL ROBERT COUGHLIN
4081 ROSE AVE
WESTERN SPRINGS IL 60558
345-48-7385

200.0000

1

STEPHEN H COX &
CHRISTINA COX JT TEN
8949 HICKORY HILL LN
KNOXVILLE TN 37922
408-74-9518

15,385.0000

1

CRICKET TRUST
1969 REVERE COURT
HENDERSON NV 89014
000-00-0000

162705 FREE TRADING

228856 FREE TRADING

225960 FREE TRADING

216524 FREE TRADING

220109 FREE TRADING

246906 FREE TRADING

225248 FREE TRADING

225247 FREE TRADING

134716 RESTRICT

SHAREHOLDER LIST FOR ABT AS OF 12/31/99 PAGE 12

PRT.ACT

NAME/ADDRESS

TOTAL SHARES TOTAL CERTS

205872 FREE TRADING

200.0000 2

LUIS A CUEVAS &
 MAPI M CUEVAS JTEN
 9507 SW 75 WAY
 GAINESVILLE FL 32608
 583-42-5011

208172 FREE TRADING

60.0000 1

DANIEL Z DALLAS &
 RAMONA G DALLAS JTEN
 70 UTZ DR
 FLORENCE KY 41042
 400-78-3547

208973 FREE TRADING

100.0000 2

FRANK C DAMEWOOD
 BOX 42604
 LAS VEGAS NV 89104
 236-28-9003

204868 FREE TRADING

1,000.0000 1

ADELAIDA DAMIAN
 140 LANTERN LANE
 ROCHESTER NY 14623
 143-46-0256

208853 FREE TRADING

30.0000 2

G MERRILL DAVIS III
 C/O STONE BROS & BYRD
 BOX 565
 700 WASHINGTON ST
 DURHAM NC 27002
 238-33-5114

208854 FREE TRADING

30.0000 2

ROBERT HUNTLEY DAVIS
 C/O GEORGE W DAVIS JR STONE
 BROS & BYRD
 BOX 565 700 WASHINGTON ST
 DURHAM NC 27702
 238-33-5113

219306 FREE TRADING

200.0000 1

WILBUR O DAVIS &
 FRANCES M DAVIS JT TEN
 1206 FARMER
 CLEVELAND MS 38732
 426-22-5799

220003 FREE TRADING

462.0000 1

DB-CAR INVESTMENTS LTD
 29 LONE HOLLOW DR
 SANDY UT 84092
 87-0553870

224653 FREE TRADING

100.0000 1

DEBORAH BARKER TR DEBORAH
 BARKER KEOGH PL UA 12/1/88
 603 E 72ND
 KANSAS CITY MO 64131
 43-1491603

SHAREHOLDER LIST FOR ABT AS OF 12/31/99 PAGE 13

PRT.ACT		NAME/ADDRESS		TOTAL SHARES	TOTAL CERTS
220665	RESTRICT	AMY DECKAS 5100 GREEN FARMS RD EDINA MN 55436 000-00-0000		1,500.0000	3
219746	RESTRICT	AMY C DECKAS & CHRISTOPHER C DECKAS JT TEN 5100 GREEN FARMS RD EDINA MN 55436 000-00-0000		8,500.0000	1
33171	FREE TRADING	H WAYNE DECKER 4052 PARKVIEW DR SALT LAKE CITY UT 84124 528-42-4099		1,000.0000	1
213347	FREE TRADING	MARINUS DE LINT & CRESTA DE LINT JT TEN 65324 ALICEL LANE COVE OR 97824 565-60-7222		50.0000	1
273130	FREE TRADING	JACQUELINE L DELP 18237 N 31ST ST PHOENIX AZ 85032 549-29-1255		100.0000	1
235518	FREE TRADING	JERRY DIEM & BRIDGET DIEM JT TEN SEAVIEW YELLOW WALLS MALAHIDE CO DUBLIN IRELAND RD 1 087-30-9726		600.0000	1
234083	FREE TRADING	HERMAN M DIEMEL & JOYCE DIEMEL JT TEN 202 ORIOLE DR LEBANON TN 37087 334-36-2251		200.0000	1
173683	FREE TRADING	VINCENT A DISANTO 2250 E TROPICANA STE 367 LAS VEGAS NV 89119 125-26-6488		400.0000	2
198912	FREE TRADING	AUGUSTINE W DONOVAN & CHERYL DONOVAN JT TEN 91 GRANT AVE MEDFORD MA 02155 031-14-3955		500.0000	1

SHAREHOLDER LIST FOR ABT AS OF 12/31/99 PAGE 14

PRT.ACT

NAME/ADDRESS

TOTAL SHARES TOTAL CERTS

212902 FREE TRADING	PATRICK J DOUGHERTY 110 HEMLOCK LANE BUCK HILL FALLS PA 18323 000-00-0000	1,000.0000	2
233779 FREE TRADING	LOREN DOWDALL 1510 E US HWY 136 CARTHAGE IL 62321 324-30-3164	210.0000	1
194451 FREE TRADING	KENT E DRYSDALE III 918 RHYOLITE TERRACE HENDERSON NV 89015 527-47-8675	1,000.0000	1
246807 FREE TRADING	THOMAS DONLEAVY 1141 DAVISVILLE RD SOUTHAMPTON PA 18966 170-62-5678	35.0000	1
236474 FREE TRADING	RUDY DURSO & CARMELA V BENEDICT JT TEN 1714 N DECATUR BLVD 3 LAS VEGAS NV 89108 114-14-2126	85.0000	1
238548 FREE TRADING	JERRY EBNER 766 N 2856 RD UTICA IL 61373 354-46-9153	250.0000	1
236409 FREE TRADING	BERNICE EDELCREEK 98 FIELDSTONE DR SPRINGFIELD NJ 07081 144-20-7578	500.0000	1
272841 FREE TRADING	JASON MANNING EDENS BOX 5205 COLUMBIA SC 29250 250-31-6989	33.0000	1
210526 FREE TRADING	EDER LIME & TRUCK SERVICE A PARTNERSHIP E9361 490TH AVE BLK MOUND WI 54739 39-1306019	100.0000	2
231179 FREE TRADING	LOUIS L ELLIOT JR 9323 BLACK HILL WAY SAN DIEGO CA 92129 436-82-7054	218.0000	1

SHAREHOLDER LIST FOR ABT AS OF 12/31/99 PAGE 15

PRT. ACT

NAME/ADDRESS

TOTAL SHARES

TOTAL CERTS

218781 FREE TRADING

MICHAEL ENGLAND
1631 HARDYVILLE RD
MUNFORDVILLE KY 42765
405-74-2790

100.0000

1

91002 FREE TRADING

MARTHA ESPESET
C/O 323 E MATILJA
SUITE 112 BOX 141
BAD ADDRESS
OJAI CA 93023

300.0000

1

90712 FREE TRADING

NICHOLAS ESPESET
8 MELADO DR
UPDT 3/4/99
SANTA FE NM 87505

300.0000

1

220666 RESTRICT

RON EVANS
6535 HARBOR PLACE
PRIOR LAKE MN 55372
000-00-0000

1,500.0000

3

219747 REST & ADD LOCK

RONALD E EVANS &
KATHLEEN A EVANS
6535 HARBOR PLACE
PRIOR LAKE MN 55372
000-00-0000

18,500.0000

1

225810 FREE TRADING

PAUL LEE EVERETT III &
BETTY W EVERETT JT TEN
8957 LANSKOPPE CT
ELK GROVE CA 95624
223-48-7364

200.0000

1

153833 FREE TRADING

EXCALIBUR TRUST
C/O JOHN FRANCIS
1969 REVERE COURT
HENDERSON NV 89014
000-00-0000

25,000.0000

1

212971 FREE TRADING

MARY LOVE EYSTER
1504 STRATFORD RD SE
DECATUR AL 35601
422-66-2428

300.0000

1

272233 FREE TRADING

MARK S FARNSWORTH
BOX 206
PILOT MOUNTAIN NC 27041
245-88-8314

200.0000

1

225828 FREE TRADING

CARMEL R FEDORS
11947 CAMERIDGE RD
SAN DIEGO CA 92128
047-32-1518

100.0000

1

SHAREHOLDER LIST FOR ABT AS OF 12/31/99 PAGE 16

PRT. ACT	NAME/ADDRESS	TOTAL SHARES	TOTAL CERTS
	JOHN W FEDORS 11947 CANERIDGE RD SAN DIEGO CA 92128 046-24-0779	100.0000	1
	LEONA FIELDS 3016 MERIMAR DR LAS VEGAS NV 89134 136-20-9089	300.0000	1
	THOMAS F FITCH II 199 SPRING CREEK RD BARRINGTON IL 60010 405-54-5352	200.0000	1
	RICHARD FITZGIBBONS & MYRNA LEE FITZGIBBONS JT TEN 3415 BRYAN ST RENO NV 89503 318-28-9852	200.0000	1
	FRANCES FLORIO 3141 W IRIS AVE VISALIA CA 93277 345-30-2174	100.0000	1
	TEA CUPS FLIP 1969 REVERE CT HENDERSON NV 89014 000-00-0000	2,000.0000	1
	HENRY J LETARTE CUST FOREST H LETARTE UNDER THE NH UNIF TRAN RED 1 BOX 173 CENTER HARBOR NH 03226 026-42-5471	120.0000	1
	DOUGLAS FORRESTER 994 MAULDIN RD SAVTEE GA 30571 259-66-6015	100.0000	1
	T JACK FOX & FRANCES K FOX JT TEN 1012 RIDGEWOOD DR NE LENOIR NC 28645 246-44-2380	1,000.0000	1
	KARRINA N FRANCIS 1969 REVERE COURT HENDERSON NV 89014 530-53-0074	4,500.0000	1

SHAREHOLDER LIST FOR ABT AS OF 12/31/99 PAGE 17

PRT.ACT

NAME/ADDRESS

TOTAL SHARES

TOTAL CERTS

134731 RESTRICT

LEE FRANCIS III
9 EAST BURNAM ROAD
BAD ADDRESS
COLUMBIA MO 65203-3511
525-98-9263

500.0000 1

134732 RESTRICT

MARY FRANCIS
9 EAST BURNAM ROAD
BAD ADDRESS
COLUMBIA MO 65203-3511
499-48-6735

500.0000 1

19715 FREE TRADING

HOWARD FRANK
1401 OCEAN AVE
BROOKLYN NY 11230
103-64-1309

1,000.0000 1

225394 FREE TRADING

FRANK VALENTI & NANCY
VALENTI & JOHN VALENTI JT TEN
405 N OCEAN BLVD 1107
POMPANO BEACH FL 33062
112-24-7068

50.0000 1

197922 FREE TRADING

MARION R FRANKEL
4702 S FOUNTAINS DR
LAKE WORTH FL 33467
056-10-9868

100.0000 1

228365 FREE TRADING

WENDELL K FREDERICKS &
DAISY M FREDERICKS JT TEN
30096 SPRING RIVER DR
SOUTHFIELD MI 48076
215-34-7511

100.0000 1

170970 FREE TRADING

SANDY J FRIEDMAN
5737 DUNWOODY
MEMPHIS TN 38120
411-80-1307

500.0000 1

271915 FREE TRADING

LAWRENCE D GADY &
BETTY J GADY JT TEN
16909 S HARVARD RD
ROCKFORD WA 99030
533-36-6760

150.0000 1

248045 FREE TRADING

NANCY GALLO &
GEOFFREY O SULLIVAN JT TEN
236 E DEVONIA AVE
MT VERNON NY 10552
091-56-0595

500.0000 1

208943 FREE TRADING

MARVIN R GANT &

100.0000 2